



STATUTES*

(Original: French)

FIRST TITLE

Denomination, Domicile, Duration, Purpose, Working Languages

Article 1: Denomination, Domicile, Duration

¹ Under the denomination “Geneva International Centre for Humanitarian Demining” (“Centre international de déminage humanitaire – Genève”, “Genfer Internationales Zentrum für humanitäre Minenräumung”), hereinafter referred to as “Centre”, a foundation shall be constituted under private law, governed by these Statutes and by article 80 and sqq. of the Swiss Civil Code.

² The domicile of the Foundation shall be in Geneva, where the Foundation shall be listed in the Trade Register.

³ The Foundation shall be created for an indefinite period.

Article 2: Purpose

¹ The Foundation shall promote international co-operation in the field of mine action by training practitioners, by developing methods and by providing the required information to the different actors.

² In this context, the Centre shall, in particular, undertake the following activities:

- Establish and maintain a group of internationally recognised experts in charge of analysing the field experience made in different contexts, to identify current problems, and to propose solutions in form of standards or methodologies and methods.
- Create and maintain an information management system adapted to the needs of the United Nations and existing mine action centres.
- Organise periodic conferences allowing the persons in charge of mine action operations to exchange their experiences.
- Organise training courses for potential managers of mine action operations as well as for information management specialists.

Article 3: Working languages

The working languages of the Foundation shall be English and French.

* As amended by the Council of Foundation on 19 June 2009.

SECOND TITLE

Resources

Article 4: Resources

¹ The donors shall endow the Foundation with an initial capital of CHF 50,000.- (fifty thousand Swiss francs).

² The donors intend to provide the Foundation with further resources by transferring assets, by passing property, by providing contributions in-kind or by seconding qualified staff or experts to the Centre.

³ The Foundation shall also be entitled to receive donations and legacies from third persons and parties.

⁴ The resources of the Foundation shall also comprise the returns of its property as well as the income resulting from its activities.

Article 5: Reinvestment

In case of disposal or change of property of the Foundation, the reinvestments as well as realised profit shall be credited to the Foundation in its integrity.

Article 6: Utilisation

The Council of Foundation shall use the revenues of the Foundation in conformity with these Statutes and the purpose of the Foundation.

THIRD TITLE

Organisation

Article 7: Elements of the Foundation

The elements of the Foundation shall be:

- The Council of Foundation
- The Bureau
- The Auditor
- The Advisory Board
- The Director

A. THE COUNCIL OF FOUNDATION

Article 8: Composition

¹ The Council of Foundation shall consist of at least ten members and of its President.

² The Swiss Confederation as host country shall designate two members of the Council of Foundation.

³ Other States contributing significantly and/or participating in the Centre's immediate activities may communicate the name of their representative as member of the Council, one per State.

⁴ In the presence of important reasons, intergovernmental or supranational entities contributing significantly and/or participating in the Centre's immediate activities may communicate the name of a representative as member of the Council, one per entity.

⁵ The Council of Foundation shall see to it that an appropriate presence of members of the Council from donor countries and countries suffering from humanitarian problems created by landmines and explosive remnants of war is achieved.

⁶ The Council of Foundation may invite observers to its meetings as proposed by the President.

Article 9: Duration and Type of Term

¹ The term of office of a member of the Council of Foundation shall be four years.

² The members of the Council of Foundation shall not be reimbursed for their Council membership and/or for related costs.

Article 10: Election and Re-election

¹ The members of the Council of Foundation shall be elected at the proposal of the Bureau by a two third majority of Council members present at the meeting.

² The members of the Council of Foundation shall be eligible for re-election.

Article 11: Organisation

President

¹ The Council of Foundation shall elect its President, at the proposal of the Swiss Confederation, with a two third majority of Council members present at the meeting. The President shall be a full member of the Council of Foundation. The term of office of the President shall be four years and may be renewed.

Other functions in the Council

² The Council shall nominate its Secretary, its Treasurer and three Delegates to the Bureau, at the proposal of the President. The Council members designated by the Swiss Confederation shall fill two of these five functions. The Council of Foundation shall see to it that an appropriate presence of members from donor countries and countries suffering from humanitarian problems created by landmines and explosive remnants of war is achieved in the Bureau.

³ The terms of office of the Secretary, the Treasurer, and the three Delegates to the Bureau shall be two years and may be renewed.

Meetings

⁴ The Council of Foundation shall meet at least twice a year.

⁵ The President shall call the Council of Foundation for additional meetings if he/she feels necessary, or if at least three members of the Council of Foundation demand such a meeting.

Article 12: Authority

¹ The Council of Foundation shall be the governing body of the Foundation.

² The Council of Foundation shall define the general orientation of the Centre, shall establish the annual budget and shall adopt, at the end of a financial year, the balance sheet as well as the profit and loss statement.

³ The Council of Foundation shall appoint the Director.

Article 13: Decisions

¹ The Council of Foundation shall decide with the majority of members present.

² In case of equality of votes, the President shall have the decisive vote.

³ Decisions on the modification of the Statutes require a two third majority of members present. Such decisions shall subsequently be submitted to the Supervisory Authority for approval.

⁴ The Council of Foundation shall deliberate valuably with a quorum of half of its members present. In situations this quorum is not met, the Council shall be called for a new meeting, and it then shall deliberate valuably with a quorum of one third of its members present.

⁵ Council members who are unable to attend a particular meeting of the Council may nominate a substitute acting in his/her name. The affected Council member shall communicate the name of his/her substitute to the President in writing.

B. THE BUREAU

Article 14: Composition

¹ The Bureau shall consist of the President, the Secretary, the Treasurer and three Delegates to the Bureau.

² The members of the Bureau shall not be represented by substitutes.

Article 15: Authority

¹ The Bureau shall manage the current affairs of the Foundation unless such affairs have been delegated to the Director. In particular, the Bureau shall propose the candidates for new membership to the Council, taking into account the criteria mentioned in article 8.5 of these Statutes. The Bureau may recruit staff members and rent office space.

² The Bureau shall decide with the majority of its members. In case of equality of votes, the President shall have the decisive vote.

³ The Foundation shall be bound by the collective signature of two persons out of the group of the President, the Secretary and the Treasurer.

C. AUDITOR**Article 16: Appointment**

¹ The Council of Foundation shall appoint the Auditor.

² The Auditor shall be a trustee of national importance chosen from outside the group of members of the Council of Foundation.

Article 17: Authority

¹ The Auditor shall examine the Foundation's accounts every year.

² The Auditor shall provide the Council of Foundation each year with a written report on the balance sheet, the accounts and on audit procedures carried out.

³ The Auditor shall establish a balance sheet and a profit and loss statement as of 31 December of each year.

Article 18: Financial year

¹ The financial year of the Foundation shall start on 1 January and shall terminate on 31 December.

² The first financial year of the Foundation shall start on the date of constitution and shall terminate on the 31 December of the following year.

D. ADVISORY BOARD**Article 19: Appointment**

The Council of Foundation may decide to establish an Advisory Board open to representatives of States, international organisations, and non-governmental organisations interested in co-operating with the Centre.

Article 20: Organisation and Authority

The Advisory Board may split into several committees. The Advisory Board shall provide advice to the Council of Foundation or to the management of the Centre.

E. DIRECTOR**Article 21: Authority**

¹ The Director shall be responsible for the operational, financial and administrative management of the Centre under the strategic guidance of the Council of Foundation. He/she shall report to the Bureau and the Council of Foundation on a regular basis.

² In the fulfillment of his/her tasks, the Director has the right to commit the Foundation. In his/her absence, the Director may delegate this right for limited and urgent matters to the Deputy Director and/or the Support Director and/or the Director of the Implementation Support Unit of the Antipersonnel Mine Ban Convention.

FOURTH TITLE**Supervisory Authority****Article 22: Supervisory Authority**

The Foundation shall be supervised by the Swiss Confederation. The Supervisory Authority shall be the Federal Department of the Interior.

FIFTH TITLE**Dissolution****Article 23: Dissolution**

¹ The Foundation may be dissolved due to a case indicated by the applicable law.

² The decision to dissolve the Foundation shall be taken by a two third majority of members of the Council of Foundation present at the meeting.

³ In case of dissolution, the assets of the Foundation shall be transferred to an institution with a similar purpose.

⁴ The property of the Foundation shall in no case be returned to the founders, nor shall it be used in total or in part in whatever way for their profit or for the profit of the donors. The property must be transferred to an institution with a similar purpose as the Foundation.

⁵ No action – in particular no measure of liquidation – shall be undertaken with-out the express agreement of the Supervisory Authority, which shall decide on a duly motivated report.